

WC 10-102
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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
)
Robert M. Post Marital Trust, dated April 6, 1999) WC Docket No.
Transferor)
)
Jeffrey S. Leslie)
Transferee)
)
For Transfer of Control of Postco, Inc. and its Wholly-Owned)
Subsidiary ITS Telecommunications Systems, Inc., which)
Provides Interstate Exchange Access and Interexchange Services)
in the State of Florida Pursuant to Domestic Blanket Authorization)
under Section 214 of the Communications Act)

TO: Chief, Wireline Competition Bureau

**APPLICATION FOR STREAMLINED TRANSFER OF CONTROL
OF DOMESTIC BLANKET SECTION 214 AUTHORIZATION**

The Robert M. Post Marital Trust, dated April 6, 1999 ("Trust"; FRN:0019789205) and Jeffrey S. Leslie ("Mr. Leslie"; FRN: 0019789130) hereby request Commission authorization for the transfer of control of Postco, Inc. ("Postco"; FRN: 0019789189) and the blanket domestic Section 214 authorization for interstate exchange access and interexchange services held by Postco's wholly-owned subsidiary ITS Telecommunications Systems, Inc. ("ITS"; FRN: 0018528893) from the Trust to Mr. Leslie.

Postco is a holding company which owns subsidiary companies that operate in a number of fields, including telecommunications, water, refuse, sanitation and banking. ITS, a wholly-owned subsidiary of Postco, is an incumbent local exchange carrier, which provides local exchange and interexchange services to customers in and around the

community of Indiantown (2000 population: 5,588) in Martin County in southeastern Florida.

The Trust holds 100 percent of the issued and outstanding Postco stock. As part of its distribution of the assets of Robert M. Post, Jr. (who died in 2007), the Trust proposes to sell all of the Postco stock to Mr. Leslie, who has been the Chief Operating Officer of ITS since 1996 and its President and Chief Executive Officer since 2007. At the completion of the transaction, Mr. Leslie will own 100 percent of the issued and outstanding Postco stock, and will thereby control the domestic Section 214 authorization of Postco's wholly-owned subsidiary ITS.

In accordance with the requirements of Section 63.04(a) of the Commission's Rules, the applicants submit the following information:

(1) Name, address and telephone number of each applicant:

Transferor:

Robert M. Post Marital Trust, dated April 6, 1999
Linda Post and David Ralicki, Trustees
15925 Southwest Warfield Boulevard (P.O. Box 277)
Indiantown, Florida 34956
Telephone: (772) 597-2111
Facsimile: (772) 597-4155

Transferee:

Jeffrey S. Leslie
15925 Southwest Warfield Boulevard (P.O. Box 277)
Indiantown, Florida 34956
Telephone: (772) 597-2111
Facsimile: (772) 597-4155

(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized:

The Robert M. Post Marital Trust, dated April 6, 1999 is a trust organized under the laws of the State of Florida.

Postco, Inc. is a corporation organized under the laws of the State of Florida.

ITS Telecommunications Systems, Inc. is a corporation organized under the laws of the State of Florida.

(3) Name, title, post office address, and telephone number of the officer or contact person to whom correspondence concerning the application is to be addressed:

For Transferor and Transferee:

Jeffrey S. Leslie, President and CEO
ITS Telecommunications Systems, Inc.
15925 Southwest Warfield Boulevard (P.O. Box 277)
Indiantown, Florida 34956
Telephone: (772) 597-2111
Facsimile: (772) 597-4155

With a copy to Counsel:

Gerard J. Duffy, Esquire
Blooston, Mordkofsky, Dickens, Duffy & Prendergast, LLP
2120 L Street, N.W. (Suite 300)
Washington, D.C. 20037
Telephone: (202) 659-0830
Facsimile: (202) 828-5568

- (4) Name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities:

ITS Prior to Transaction:

The name, address, citizenship and principal business of the sole entity that presently owns ten percent (10.0%) or more of the equity and voting interests of ITS Telecommunications Systems, Inc. are:

<u>Name & Address</u>	<u>% Equity & Voting</u>	<u>Citizenship</u>	<u>Principal Business</u>
Postco, Inc, 15925 S.W. Warfield Blvd. Indiantown, FL 34956	100.00%	FL Corp.	Investments

In turn, the name, address, citizenship and principal business of the sole entity that presently owns ten percent (10.0%) or more of the equity and voting interests of Postco, Inc. are:

<u>Name & Address</u>	<u>% Equity & Voting</u>	<u>Citizenship</u>	<u>Principal Business</u>
Robert M. Post Marital Trust, dated April 6, 1999 15925 S.W. Warfield Blvd. Indiantown, FL 34956	100.00%	FL Trust	Investments

The trustees of the Robert M. Post Marital Trust, dated April 6, 1999 are Linda Post and David Ralicki, who both are United States citizens and who both can be contacted at 15925 S.W. Warfield Blvd. in Indiantown, FL 34956.

The beneficiary of the Robert M. Post Marital Trust is Linda Post, who is a United States citizen and who can be contacted at 15925 S.W. Warfield Blvd. in Indiantown, FL 34956.

No other entity currently owns or controls, directly or indirectly, ten percent (10.0%) or more of the equity or voting rights of Postco or ITS.

ITS After Transaction:

The name, address, citizenship and principal business of the sole entity that will own ten percent (10.0%) or more of the equity and voting interests of ITS Telecommunications Systems, Inc. after the proposed transaction are:

<u>Name & Address</u>	<u>% Equity&Voting</u>	<u>Citizenship</u>	<u>Principal Business</u>
Postco, Inc, 15925 S.W. Warfield Blvd. Indiantown, FL 34956	100.00%	FL Corp.	Investments

In turn, the name, address, citizenship and principal business of the sole entity that will own ten percent (10.0%) or more of the equity and voting interests of Postco, Inc. after the proposed transaction are:

<u>Name & Address</u>	<u>% Equity&Voting</u>	<u>Citizenship</u>	<u>Principal Business</u>
Jeffrey S. Leslie 15925 S.W. Warfield Blvd. Indiantown, FL 34956	100.00%	U.S.A.	Telecommunications

No other entity will own or control, directly or indirectly, ten percent (10.0%) or more of the equity or voting rights of Postco or ITS after the proposed transaction.

- (5) Certification pursuant to 47 C.F.R. Sections 1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.**

The Robert M. Post Marital Trust, dated April 6, 1999 and Jeffrey S. Leslie hereby certify, pursuant to 47 C.F.R. Sections 1.2001 through 1.2003 that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

- (6) Description of the transaction:**

Mr. Leslie, who has been the Chief Operating Officer of ITS since 1996 and its President and Chief Executive Officer since 2007, is purchasing 100 percent of the issued and outstanding stock of Postco from the Trust. The transaction is part of the distribution of the assets of Robert M. Post, Jr., who died in 2007. At the completion of the transaction, Mr. Leslie will own 100 percent of the issued and outstanding Postco stock, and will thereby control the domestic Section 214 authorization of Postco's wholly-owned subsidiary ITS.

(7) Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:

A map showing the local exchange telephone service areas of ITS is attached as Exhibit A.

Areas and Services of Postco, ITS and their Affiliates

Postco is a holding company that does not directly offer any domestic telecommunications services.

ITS is an independent local exchange carrier that provides local exchange telephone and exchange access services to a single exchange (approximately 3,100 access lines) serving the area in and about the communities of Indiantown (2000 population: 5,588) in Martin County in southeastern Florida. Its local exchange service offerings include custom calling features such as call waiting, caller identification, call forwarding, speed calling and three-way calling.

ITS offers resold domestic interstate and intrastate long distance toll services to customers in its local exchange service area.

ITS also provides high-speed Internet access and digital video services to customers in its local exchange service area.

ITS holds a competitive local exchange carrier ("CLEC") certificate from the State of Florida, but is not presently offering any CLEC services.

Arrow Communications, Inc., a Florida corporation that is a wholly-owned subsidiary of Postco, sells business telephone equipment in the State of Florida.

Postco and ITS have no other subsidiaries or affiliates that offer domestic telecommunications services.

(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:

Applicants believe that this application qualifies for presumed streamlined treatment pursuant to Section 63.03(b)(2) of the Commission's Rules: (a) because, both before and after completion of the proposed transaction, Postco, ITS and their affiliates will have a market share in the interstate, interexchange market of substantially less than ten percent (10.0%); (b) because the proposed transaction does not involve the expansion of Postco's or ITS's existing services or service areas, nor the acquisition of control by Postco or ITS or their affiliates of any dominant or non-dominant

carrier (including any carrier that provides telephone exchange and/or exchange access services within, adjacent to, or outside the service areas of any of the telecommunications carriers presently affiliated with Postco or ITS); and (c) because the approximately 3,100 access lines served by ITS are far fewer than two percent of the nation's subscriber lines installed in the aggregate nationwide. These access lines comprise only a very small fraction of the nation's estimated 154,654,847 end-user switched access lines installed in the aggregate nationwide as of June 30, 2008. Source: Industry Analysis and Technology Division, Wireline Competition Bureau, Local Telephone Competition Status as of June 30, 2008, July 2009, Table 1.

(9) Identification of all other Commission applications related to the same transaction:

Applicants will also file an application for the transfer of control of the International Section 214 Authorization for Global Resale held by ITS (File No. ITC-214-19940114-00001).

(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:

No party to the transaction is facing imminent business failure at this time. Therefore, the applicants are not requesting special consideration because a party to the transaction is facing imminent business failure.

(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:

No separately filed waivers or waiver requests are being sought in conjunction with the proposed transaction.

(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:

The proposed transaction will serve the public interest by ensuring the continued operation of ITS by its existing and experienced President and Chief Executive Officer. ITS has a long and proven record of providing quality telecommunications services at affordable rates to the residents and businesses of its southeastern Florida service area. Under the ownership and control, as well as the continuing leadership, of Mr. Leslie, ITS will continue to provide its southeastern Florida customers with quality local exchange, exchange access and interexchange services at affordable rates.

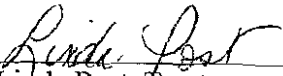
Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of Postco, Inc. and the domestic blanket Section 214 authorization for its wholly-owned subsidiary ITS Communications Systems, Inc. from the Robert M. Post Marital Trust to Jeffrey S. Leslie.


The Robert M. Post Marital Trust and Jeffrey S. Leslie reiterate that they certify, pursuant to 47 C.F.R. Sections 1.2001 through 1.2003 that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,


ROBERT M. POST MARITAL TRUST JEFFREY S. LESLIE

By 
Linda Post, Trustee

Date: 4/29/10

By 
Jeffrey S. Leslie

Date: 4/30/10

By 
David Ralicki, Trustee

Date: 4/29/10

EXHIBIT A

**MAP OF LOCAL EXCHANGE AREA
OF
ITS TELECOMMUNICATIONS SYSTEMS, INC.**

ITS Service Territory in Martin County

St. Lucie County

Range 37 East

Range 38 East

Range 39 East

Range 40 East

Okese County

Township 38 South

Township 39 South

Township 40 South

Lake Okese (Martin County)

0 3,000 6,000 12,000 Feet

GCY Job No. 06-1004-01

Map Date: January 8, 2006

This is a graphical depiction of a legal description.

Palm Beach County

GCY
INCORPORATED
CREATING A BETTER
1505 S.W. Martin Highway
Palm City, Florida

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

Approved by OMB
3060-0589
Page 1 of 1

(1) LOCKBOX # 979091	SPECIAL USE ONLY FCC USE ONLY
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SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) Postco, Inc.	(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) \$1,015.00
(4) STREET ADDRESS LINE NO. 1 15925 S.W. Warfield Boulevard	
(5) STREET ADDRESS LINE NO. 2 P.O. Box 398	
(6) CITY Indiantown	(7) STATE FL
	(8) ZIP CODE 34956
(9) DAYTIME TELEPHONE NUMBER (include area code) (772) 597-2111	(10) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(11) PAYER (FRN) 0019789189	(12) FCC USE ONLY
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IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)
COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(13) APPLICANT NAME Jeffrey S. Leslie		
(14) STREET ADDRESS LINE NO. 1 15925 S.W. Warfield Boulevard		
(15) STREET ADDRESS LINE NO. 2 P.O. Box 398		
(16) CITY Indiantown	(17) STATE FL	(18) ZIP CODE 34956
(19) DAYTIME TELEPHONE NUMBER (include area code) (772) 597-2111	(20) COUNTRY CODE (if not in U.S.A.)	

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN) 0019789130	(22) FCC USE ONLY
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COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE CUT	(25A) QUANTITY 1
(26A) FEE DUE FOR (PTC) \$1,015.00	(27A) TOTAL FEE \$1,015.00	FCC USE ONLY
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23b) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	FCC USE ONLY
(28B) FCC CODE 1	(29B) FCC CODE 2	

SECTION D - CERTIFICATION

CERTIFICATION STATEMENT

I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief

SIGNATURE _____ DATE _____

SECTION E - CREDIT CARD PAYMENT INFORMATION

MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____

ACCOUNT NUMBER _____ EXPIRATION DATE _____

I hereby authorize the FCC to charge my credit card for the service(s) authorization herein described.

SIGNATURE _____ DATE _____

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)